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Counsel for SouthPeak Interactive, LLC
t/a SouthPeak Games

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
(Richmond Division)**

In re:)	
)	Chapter 11
CIRCUIT CITY STORES, INC., et al.,)	
)	Case No. 08-35653-KRH
Debtors.)	
)	(Jointly Administered)
)	
)	

**ORDER ALLOWING ADMINISTRATIVE EXPENSES OF
SOUTHPEAK INTERACTIVE, LLC t/a SOUTHPEAK GAMES**

Upon the Motion of SouthPeak Interactive, LLC t/a SouthPeak Games (“SouthPeak”) for Payment of Administrative Expense Claim pursuant to 11 U.S.C. 503(b)(the “Motion”); and the Court having reviewed the Motion, and any opposition thereto, and the Court having determined that the relief requested in the Motion should be granted as set forth herein; and it appearing that proper and adequate notice of the Motion has been given and no further notice is necessary; and upon the record herein; after due deliberations thereon, and good and sufficient cause appearing therefore, it is hereby:

ORDERED, ADJUDGED AND DECREED:

1. The Motion is granted; and

2. SouthPeak shall have and hereby has an allowed administrative expense in the amount of **One Hundred Eighty-Four Thousand Seven Hundred Fifty-Seven and 76/100ths Dollars (\$184,757.76)** pursuant to 11 U.S.C. § 503(b)(9);
3. SouthPeak shall have and hereby has an allowed administrative expense in the amount of **One Hundred Seven Thousand Seventy-Five and 52/100ths Dollars (\$107,075.52)** pursuant to 11 U.S.C. § 503(b)(1)(A); and
4. The requirement under Local Bankruptcy Rule 9013-1(G) to file a memorandum of law in connection with the Motion is hereby waived; and
5. The Court shall retain jurisdiction to hear and determine all matters from or related to the implementation of this Order.

Richmond, Virginia

Dated: _____, 2009

Kevin R. Huennekens
United States Bankruptcy Judge

We ask for this:

/s/ W. Alexander Burnett

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CERTIFICATE OF SERVICE

Pursuant to Local Rule 9022-1(C), I hereby certify that on March 25, 2009, a true and complete copy of the foregoing proposed order was served upon all necessary parties electronically using the Court's ECF System, was sent by electronic mail to circuitcityservice@mcguirewoods.com and project.circuitcity@skadden.com, and was sent by first class mail, postage prepaid, to the entities at the addresses indicated below:

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/s/ W. Alexander Burnett
